

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
MILTON C. GRACE*
JAMES C. MARTIN, JR.*

*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

LAW OFFICES
ALVORD AND ALVORD

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

OF COUNSEL
JESS LARSON
JOHN L. INGOLDSBY
URBAN A. LESTER

MAILING ADDRESS
"ALVORD"

TELEPHONE
AREA CODE 202
393-2266

TELEX
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JUN 16 1988-12 15 PM

INTERSTATE COMMERCE COMMISSION

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 11712-15 PM

June 14, 1988

JUN 16 1988-12 15 PM

8-168A049

No.

JUN 16 1988

Date

Fee \$ 39.00

ICC Washington, D. C.

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two copies each of 1) a Satisfaction and Discharges of Mortgage dated October 20, 1987 ("Satisfaction") executed by Meridian Bank; 2) a Termination of Lease dated February 12, 1988 ("Lease Termination") executed by Emons Industries, Inc. and Maryland and Pennsylvania Railroad Company; and 3) a Termination of Assignment and Subordination Agreement dated February 12, 1987 ("Assignment Termination") executed by Meridian Bank, Emons Industries, Inc. and Maryland and Pennsylvania Railroad Company, each of which is a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The Satisfaction, the Lease Termination and the Assignment Termination relate to the documents which are duly filed and recorded under Recordation Numbers 11712 through 11712-C.

The names and addresses of the parties executing the enclosed documents are:

Meridian Bank
Five Penn Center Plaza
Philadelphia, Pennsylvania 19103

Emons Industries, Inc.
1 West Market Street
York, Pennsylvania 17401

MOTOR CREDIT UNIT

JUN 16 12 05 PM '88

100 ST. 104

CT. Kaplan

Ms. Noreta R. McGee
June 14, 1988
Page Two

Maryland and Pennsylvania Railroad Company
1 West Market Street
York, Pennsylvania 17401

The enclosed documents cover all the railroad equipment subject to the documents under Recordation Numbers 11712 through 11712-C.

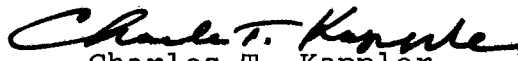
Also enclosed is a check in the amount of \$39 payable to the order of the Interstate Commerce Commission covering the required recordation fees.

Kindly return stamped copies of the enclosed documents to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary documents to appear in the Commission's Index is:

Satisfaction and Discharge of Mortgage dated October 20, 1987, Termination of Lease dated February 12, 1988 and Termination of Assignment and Subordination Agreement dated February 12, 1988 covering all the railroad equipment subject to the documents under Recordation Numbers 11712 through 11712-C.

Very truly yours,


Charles T. Kappler

Enclosures

TERMINATION OF ASSIGNMENT AND SUBORDINATION AGREEMENT

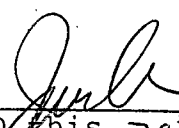
JUN 16 1988-12 15 PM

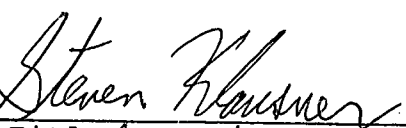
INTERSTATE COMMERCE COMMISSION

Emons Industries, Inc., Maryland and Pennsylvania Railroad Company and Meridian Bank (successor in interest to Central Penn National Bank), the parties to that certain Assignment and Subordination Agreement, dated April 18, 1980, recorded with the ICC on April 23, 1980 and bearing recordation number 11712-B, as restated by that certain Assignment and Subordination Agreement (restated), dated April 18, 1980, recorded with the ICC on May 6, 1980 and bearing recordation number 11712-C DO HEREBY CONSENT AND AGREE that this termination in satisfaction of the aforesaid assignment and subordination agreement be noted of record.

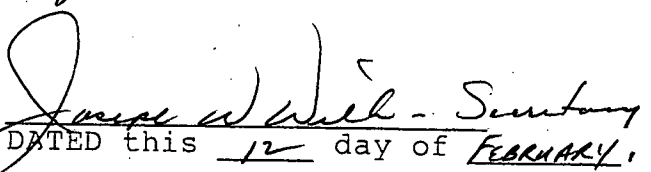
ATTEST:

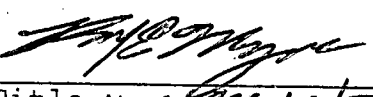
Meridian Bank


DATED this 20th day of October, 1987

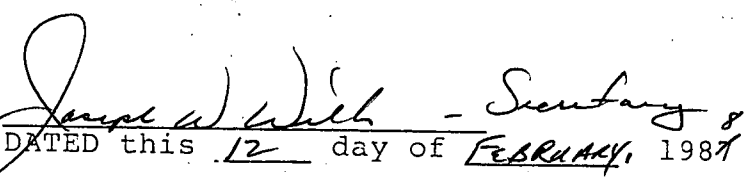
By 
Title Assistant Vice President
Emons Industries, Inc.

ATTEST:


DATED this 12 day of FEBRUARY, 1987

By 
Title VICE PRESIDENT
Maryland and Pennsylvania Railroad Company

ATTEST:


DATED this 12 day of FEBRUARY, 1987

By 
Title VICE PRESIDENT

STATE OF PENNSYLVANIA

COUNTY OF

Philadelphia

SS:

On this 20th day of OCTOBER, 1987, before me personally appeared STEVEN KLAUSNER, to me personally known, who, being by me duly sworn, says that he is the ASSIST VICE PRESIDENT of MERIDIAN BANK, Lessor, in the foregoing Lease of Railroad Equipment, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing Termination of Assignment and Subordination Agreement was the free act and deed of said corporation.

STATE OF Pennsylvania

COUNTY OF York

Susan C. McClafferty
Notary Public
SUSAN C. MCCLAFFERTY
Notary Public, Phila., Phila. Co.
My Commission Expires Nov. 20, 1989

SS:

On this 16th day of February, 1988, before me personally appeared Richard Meyers, to me personally known, who, being by me duly sworn, says that he is the Vice President of EMONS INDUSTRIES, INC., Lessor, in the foregoing Lease of Railroad Equipment; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing Termination of Assignment and Subordination Agreement was the free act and deed of said corporation.

STATE OF Pennsylvania

COUNTY OF York

Annmarie Wileczek
Notary Public
ANNMARIE WILECZEK, Notary Public
York, York County, Pennsylvania
SS: My Commission Expires April 16, 1990

On this 16th day of February, 1988, before me personally appeared Richard Meyers, to me personally known, who, being by me duly sworn, says that he is the Vice President of MARYLAND AND PENNSYLVANIA RAILROAD COMPANY, Lessee, in the foregoing Lease of Railroad Equipment, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing Termination of Assignment and Subordination Agreement was the free act and deed of said corporation.

ANNMARIE WILECZEK, Notary Public
York, York County, Pennsylvania
My Commission Expires April 16, 1990

Annmarie Wileczek
Notary Public

COMMONWEALTH OF PENNSYLVANIA :

COUNTY OF Philadelphia ss.

On this 18th day of April, 1980, before me personally appeared Paul A. Pyper, to me personally known who, being by me duly sworn, says that he is Vice President of CENTRAL PENN NATIONAL BANK, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Agatha Rocchia
Notary Public

My commission expires:

AGATHA ROCCHIA
Notary Public, Phila., Phila. Co.
My Commission Expires May 8, 1982